

**IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF PENNSYLVANIA**

BARBARA E. VARNER,
Plaintiff

v.

**COMMONWEALTH OF PENNSYLVANIA,
NINTH JUDICIAL DISTRICT,
CUMBERLAND COUNTY, et al.,
Defendants**

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CIVIL ACTION NO. 1:CV-01-725

(JUDGE KANE)

ELECTRONICALLY FILED

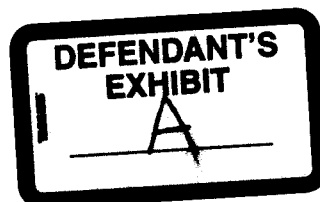
AFFIDAVIT OF DAVID W. DELUCE, ESQUIRE

1. I am an attorney with the law firm of Johnson, Duffie, Stewart and Weidner.

2. In December 1996, I was appointed special counsel to represent the County of Cumberland regarding matters involving the Americans with Disabilities Act, anti-discrimination statutes, other employment matters, and such other related matters as the County Commissioners or the County Solicitor may assign them. See appointment attached hereto.

3. During 1997, Horace Johnson, a partner in my law firm and then County Solicitor for Cumberland County, requested that I perform a factual review and legal analysis of a complaint filed by Barbara Varner, which alleged sexual harassment, sexual discrimination, and retaliation.

4. In undertaking that task on behalf of Cumberland County, it was my understanding that I was to review the facts of the situation and provide guidance as to the nature of sexual harassment law and, ultimately, to provide my impressions, opinions and advice regarding Barbara Varner's allegations.

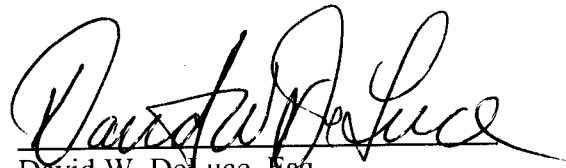


5. This task was also undertaken with the understanding that, given the nature of Barbara Varner's allegations, Title VII litigation would likely ensue and I would evaluate and assist in the defense thereof.

6. After conducting interviews and reviewing the applicable law, I prepared a memorandum to Horace Johnson, County Solicitor, which contained an analysis of sexual harassment law, my understanding of the factual situation as gathered from the interviews, and my mental impressions, opinions and conclusions regarding Barbara Varner's allegations, potential litigation thereof and defenses, and credibility of statements made in relation to her claim.

7. I prepared this memorandum with the understanding that it contained my confidential attorney communications, and therefore was subject to the attorney-client privilege and/or work product doctrines.

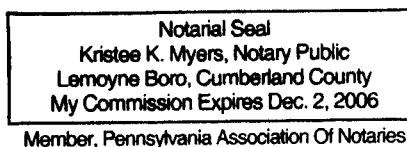
Date: 5/15/03
237257v1


David W. DeLuce, Esq.

Sworn To and Subscribed
before me this 15th
day of May 2003.


Notary Public

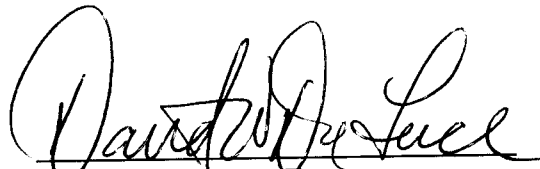
My commission expires: _____



VERIFICATION

I hereby verify that the statements contained in this Affidavit are true and correct to the best of my knowledge, information and belief. I understand that false statements herein are made subject to the penalties of 18 Pa.C.S. § 4904, relating to unsworn falsification to authorities.

Date: 5/15/03


David W. DeLuce, Esq.

DAVID W. DELUCE and MARK C. DUFFIE are hereby appointed as special counsel to represent the County of Cumberland regarding matters involving the Americans with Disabilities Act, anti-discrimination statutes, other employment matters, and such other related matters as the County Commissioners or the County Solicitor may assign them.

DATE: Dec 16, 1996

Nancy A. Besch
NANCY A. BESCH

Earl R. Keller
EARL R. KELLER

Marcia L. Myers
MARCIA L. MYERS

The Court of Common Pleas of Cumberland County hereby approves the appointment of DAVID W. DELUCE and MARK C. DUFFIE as special counsel for the above-stated purposes.

BY THE COURT:

DATE: Dec 18, 1996

Harold F. [Signature]
P.J.